CONTRACT

State of Vermont

Buildings and General Services Office of Purchasing & Contracting 10 Baldwin St Montpelier VT 05633-7501 USA

Vendor ID 0000014123 Dell Marketing LP 1 Dell Way RR 8 Round Rock TX 78682

Contract ID		Page		
00000000000000000014997		1 of 3	3	
Contract Dates		Origin		
05/04/2009 to 05/31/2010		CPŠ		
Description:		Contract Maximum		
CPS-SOFTWARE		\$999,999,999.00		
Buyer Name	Buyer Phone	Contract Status		
McIntvre.John	-	Approved		

Phone #:

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Line #	Item ID	Item Desc	UOM	Unit Price	Max Qty	Max Amt
1	1449	SOFTWARE VARIOUS TYPES.			0.00	0.00
2		SERVICES RELATED TO CONTRACT SOFTWARE PURCHASES, INCLUDING TRAINING, CONSULTATION, CUSTOMIZATION, AND SOFTWARE MAINTENANCE.	EA	0.00010	0.00	0.00

CONTRACT TERMS AND ADDITIONAL INFORMATION

THIS CONTRACT IS WRITTEN FOR A PERIOD OF 12 MONTH AND IS INTENDED AS A CONTINUATION OF CONTRACT #34 WITH ASAP SOFTWARE THIS NEW CONTYRACT IS NECESSITATED BY THE PURCHASE OF ASAP BY DELL MARKETING.. THIS CONTRACT IS WRITTEN IN ACCORDANCE WITH THE COMMONWEALTH OF MASSACHUSETTS /VERMONT/MAINE/NEW YORK/RHODE ISLAND SOFTWARE RESELLERS REQUEST FOR RESPONSE DATED 12/02/2002 AND CONTRACTOR'S REPLY DATED 01/16/2003. BOTH DOCUMENTS ARE INCORPORATED INTO THIS CONTRACT.

PRICE: PRICING IS IN ACCORDANCE WITH CONTRACTOR'S SOFTWARE RESELLER RFR COST TABLE (ATTACHMENT J) RESPONSE WHICH IS ATTACHED TO THIS CONTRACT AS AN ASSOCIATED DOCUMENT.. PRICING WILL BE A PERCENTAGE OFF CONTRACTOR'S COST WHICH WILL VARY FROM PUBLISHER TO PUBLISHER. ALL PRICING WILL BE POSTED ON THE CONTRACTOR'S PASSWORD PROTECTED VERMONT WEBSITE AT .https://shop.asap.com/ PRICING IS ALSO AVAILABLE ON ANY PRODUCT BY CALLING DELL/ASAP.

ATTACHMENT: STATE OF VERMONT ATTACHMENT C: STANDARD STATE CONTRACT PROVISIONS DATED JANUARY 8, 2009 AND ATTACHMENT D: COMMODITY PURCHASES TERMS AND CONDITIONS DATED DECEMBER 8, 2008 ARE ATTACHED AND INCORPORATED AS PART OF THIS ORDER.

METHOD OF ORDERING: ORDERS MAY BE PLACED ON-LINE, VIA PHONE OR FAX. SEND WREITTEN ORDERS TO DELL/ASAP SOFTWAFRE, 850 ASBURY DRIVE, BUFFALO GROVE, IL 60089.

GENERAL SOFTWARE AND SOFTWARE LICENSES FROM ANY PUBLISHER MAY BE PURCHASED UNDER THIS CONTRACT. PRODUCTS FROM MICROSOFT, ADOBE, COREL, NOVELL, SYMANTEC, CRYSTAL DECISIONS, COMPUTER ASSOCIATES AND VERITAS WILL BE SOLD UNDER VOLUME LICENSE AGREEMENTS. SHRINKWRAP SOFTWARE WILL BE AVAILABLE FROM BORLAND, CITRIX, NETSCAPE, CHEYENNE, ARCSERVE, QUARTERDECK, ATTACHMATE, HUMMINGBIRD, MACROMEDIA, NETWORK ASSOCIATES, WINZIP, CHECK POINBT, COGNOS, FILEMAKER, LEGATO, NETMANAGER, NETLQ, RATIONAL SOFTWARE, SURFCONTROL AND SYBASE.AND MOST OTHER SOFTWARE PUBLISHERS.

CONTRACTOR AGREES TO PROVIDE AN INDEPENDENT AUDIT FOR THE PURPOSES OF CHECKING COMPLIANCE WITH COST PLUS PERCENTAGES. THESE AUDITS WILL BE DONE IN ACCORDANCE WITH SECTION 7.2 OF THE RFR AND CONTRACTOR'S RESPONSE.

DELL/ASAP WILL PROVIDE PRESALES SUPPORT IN THE BEST METHOD OF PURCHASE AND IN LOCATING SOFTWARE OPTIONS. THEY ALSO OFFER SOME POST SALES TECHNICAL SUPPORT. CONTACT THE ACCOUNT REPRESENTATIVES FOR DETAILS. NO HARDWARE ITEMS MAY BE BOUGHT OR SOLD UNDER THIS CONTRACT. USERS SHOULD REQUEST TO BE SIGNED UP FOR DELL/ASAP'S "E-WAY" WHICH PROVIDES ON LINE PRICING INFORMATION, REPORTS, ON LINE ORDERING AND ADDITIONAL SERVICES. THE ACCOUNT REPRESENTATIVE WILL PROVIDE THE NECESSARY FORMS ON REQUEST.

PRICE: PRICING IS IN ACCORDANCE WITH CONTRACTOR'S SOFTWARE RESELLER RFR COST TABLE (ATTACHMENT J) RESPONSE WHICH IS ATTACHED TO THIS CONTRACT AS AN ASSOCIATED DOCUMENT.. PRICING WILL BE A PERCENTAGE OFF CONTRACTOR'S COST WHICH WILL VARY FROM PUBLISHER TO PUBLISHER. ALL PRICING WILL BE POSTED ON THE CONTRACTOR'S PASSWORD PROTECTED VERMONT WEBSITE AT .https://shop.asap.com/ PRICING IS ALSO AVAILABLE ON ANY PRODUCT BY CALLING DELL/ASAP.

ALL PRICING WILL BE POSTED ON THE CONTRACTOR'S PASSWORD PROTECTED VERMONT WEBSITE AT https://shop.asap.com/ENTER LOGIN INFORMATION WHEN SCREEN COMES UP. CONTACT JOHN MCINTYRE AT PURCHASING FOR GENERIC (BROWSE ONLY) LOGIN INFORMATION OR OPEN YOUR OWN ACCOUNT. PRICING IS ALSO AVAILABLE ON ANY PRODUCT BY CALLING DELL/ASAP.

CURRENT ACCOUNT REP IS CHRISTOPHER MOORE AT 617-365-6721 E-MAIL CMOORE@ASAP.COM; INSIDE SALES REP IS CELESTE WILLIAMS AT 800-248-2727 x 15259 E-MAIL CWILLIAMS @ASAP.COM; OUTSIDE SALES: BILL KLUTH AT 800-883-2208 (FAX:

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McIntvre.John	•	Approved		

Phone #:

			Unit	Max	Max
Line # Item ID	Item Desc	UOM	Price	Qty	Amt
847-465-3277) OR BI	KLUTH@ASAP.COM				

SPECIAL PROVISIONS: THIS CONTRACT IS ALSO ISSUED ON BEHALF OF THE VERMONT STATE COLLEGES INC., A SEPARATE CORPORATION, HAVING UNDER ITS JURISDICTION CASTLETON STATE COLLEGE, JOHNSON STATE COLLEGE AND THE VERMONT TECHNICAL COLLEGE. THIS ALSO APPLIES TO THE UNIVERSITY OF VERMONT.

POLITICAL SUBDIVISIONS: POLITICAL SUBDIVISIONS AND INDEPENDENT COLLEGES OF THE STATE MAY PARTICIPATE IN THIS CONTRACT AT THE SAME PRICES, TERMS AND CONDITIONS. ITEMS FURNISHED TO POLITICAL SUBDIVISIONS AND INDEPENDENT COLLEGES WILL BE BILLED DIRECTLY TO AND PAID FOR BY THE POLITICAL SUBDIVISIONS OR INDEPENDENT COLLEGES AND NEITHER THE STATE NOR ITS COMMISSIONER OF BUILDINGS & GENERAL SERVICES PERSONALLY OR OFFICIALLY ASSUMES ANY RESPONSIBILITY.

FAILURE: AGENCIES & DEPARTMENTS ARE REQUESTED TO ADVISE THE COMMISSIONER OF BUILDINGS & GENERAL SERVICES AT ONCE OF FAILURE ON THE PART OF THE CONTRACTOR TO FULFILL ANY OF THE TERMS OR CONDITIONS OF THIS CONTRACT.

IF YOU HAVE ANY QUESTIONS REGARDING THIS DOCUMENT PLEASE CONTACT: JOHN McINTYRE PURCHASING AGENT 802-828-2210 FAX 802-828-2222 john.mcintyre@state.vt.us

CANCELLATION: THE STATE SPECIFICALLY RESERVES THE RIGHT TO CANCEL THE CONTRACT OR ANY PORTION THEREOF PROVIDING, IN THE OPINION OF ITS COMMISSIONER OF BUILDINGS AND GENERAL SERVICES, THE SERVICES OR MATERIALS SUPPLIED BY THE CONTRACTOR ARE NOT SATISFACTORY OR CONSISTENT WITH THE TERMS OF THE CONTRACT.

DELIVERY: SHIPMENTS SHALL BE SECURELY AND PROPERLY PACKED, ACCORDING TO ACCEPTED COMMERCIAL PRACTICE. DELIVERIES, WHICH DO NOT CONFORM TO THE SPECIFICATIONS OR ARE NOT IN GOOD CONDITION UPON RECEIPT, SHALL BE REPLACED PROMPTLY BY THE CONTRACTOR.

INVOICING: ALL INVOICES ARE TO BE RENDERED BY THE CONTRACTOR IN DUPLICATE ON THE VENDOR S STANDARD BILLHEAD AND FORWARDED DIRECTLY TO THE INSTITUTION OR AGENCY ORDERING MATERIALS OR SERVICES.

DEFAULT: IN CASE OF DEFAULT OF THE CONTRACTOR, THE STATE MAY PROCURE THE MATERIALS OR SUPPLIES FROM OTHER SOURCES AND HOLD THE CONTRACTOR RESPONSIBLE FOR ANY EXCESS COST OCCASIONED THEREBY, PROVIDED, THAT IF PUBLIC NECESSITY REQUIRES THE USE OF MATERIALS OR SUPPLIES NOT CONFORMING TO THE SPECIFICATIONS THEY MAY BE ACCEPTED AND PAYMENT THEREFORE SHALL BE MADE AT A PROPER REDUCTION IN PRICE.

CUSTOMER SATISFACTION SURVEY: TO HELP US UNDERSTAND HOW WE CAN BETTER SERVE YOU, WE ARE INTERESTED IN RECEIVING YOUR COMMENTS REGARDING THE QUALITY OF SERVICE YOU RECEIVED IN YOUR MOST RECENT INTERACTION WITH THE DEPARTMENT OF BUILDINGS & GENERAL SERVICES (BGS). PLEASE COMPLETE THE ON-LINE CUSTOMER COMMENT FORM AT: http://www.bgs.state.vt.us/forms/bgs_surveys/index.php?type=customer&action=customer

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Buyer Name	Buyer Phone	Contract Status	
McIntyre John	-	Approved	

Phone #: Unit Max Max Price UOM Line # Item ID **Item Desc** Qty Amt WE THE UNDERSIGNED PARTIES AGREE TO BE BOUND BY THIS CONTRACT By the STATE of VERMONT By the CONTRACTOR Date:__ Signature:_____ Signature:_____ Name:_ Name:_ Title:___ Title:_____ Email:_____ Email:_____